

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

IN RE:

**SEARS HOLDINGS CORPORATION, *et al.*,

Debtors.**

CHAPTER 11

CASE NO. 18-23538-RDD

(Jointly Administered)

RE: DOCKET NO. 3389

**AFFIDAVIT OF DAMIAN HAMMOND IN SUPPORT OF THE SUPPLEMENTAL
OBJECTION AND RESERVATION OF RIGHTS OF WASHINGTON PRIME GROUP INC. TO
THE PROPOSED CURE AMOUNTS IN CONNECTION WITH THE DEBTORS' PROPOSED
ASSUMPTION AND ASSIGNMENT OF CERTAIN LEASES (DOCKET NO. 3298)**

STATE OF OHIO)
) SS:
COUNTY OF FRANKLIN)

I, Damian Hammond, being duly cautioned and sworn, state as follows:

1. I am over the age of eighteen years old, and am a resident of the county of Franklin, State of Ohio. I am the Senior Director, Credit and Collections, at Washington Prime Group Inc. ("WPG"). Among my duties and responsibilities as Senior Director, Credit and Collections, for WPG, I am responsible for all payments under leases and guaranties, including payments due to WPG by the above-captioned debtors (the "Debtors").

2. I submit this declaration in support of the *Supplemental Objection and Reservation of Rights of Washington Prime Group Inc. to the Proposed Cure Amounts in Connection with the Debtors Proposed Assumption and Assignment of Certain Leases and Contracts* (Docket No. 3389) (the "Supplement") filed on April 26, 2019. Capitalized but undefined terms used in my Affidavit have the meanings ascribed to them in the Supplement.

3. These facts are based upon my own personal knowledge, in my capacity as Senior Director, Credit and Collections, at WPG and/or the business records of WPG, unless stated upon information and belief, and as to those such facts, I am informed and believe that they are true.


4. I am authorized to submit this declaration on behalf of WPG. If I were called to testify in this matter, I could and would competently testify to each of the facts set forth herein to the best of my knowledge. Except as otherwise noted, I have personal knowledge as to the information set forth below.

5. WPG is the owner, or the managing agent for the owners of, certain real properties in which the Debtors lease retail space (the "WPG Leased Premises") from WPG pursuant to those certain unexpired leases (collectively, the "WPG Leases" and each a "WPG Lease"). Specifically, the Debtors are currently leasing retail space from WPG at the locations identified on Exhibit A attached to the Supplement.

6. Based upon a review of the books and records of WPG, as of the date of the Supplement, the Debtors owe the following amounts to WPG, which are subject to change prior to the effective date of any proposed assumption of the Leases.


Shopping Center	Store No.	City, State	Proposed Cure Amount	WPG Cure Amount
Indian Mound Mall	1081	Heath, Ohio	\$0.00	\$116,881.57
Mall at Johnson City	2265	Johnson City, Tennessee	\$15,085.00	\$19,734.02
Pearlridge	1578	Aiea, Hawaii	\$0.00	\$745,020.89
Town Center at Aurora	1141	Aurora, Colorado	\$0.00	\$0.00
Weberstown Mall	1288	Stockton, CA.	\$250.00	\$800.00
Whitehall Mall	1154	Whitehall, Pennsylvania	\$10,820.00	\$208,058.64
WPG Cure Amount				\$1,090,495.12

FURTHER AFFIANT SAYETH NAUGHT.


DAMIAN HAMMOND

Subscribed and sworn to before me, a Notary Public in and for the State of Ohio, on the
25th day of April, 2019.




MARK T. WIDMANN Notary Public
Notary Public, State of Ohio
My Comm. Expires 06-10-2020
Recorded in Franklin County